

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

Caption in Compliance with D.N.J. LBR 9004-1(b)

**GENOVA BURNS LLC**

Daniel M. Stolz, Esq.  
Gregory S. Kinoian, Esq.  
110 Allen Road, Suite 304  
Basking Ridge, NJ 07920  
Phone: (973) 467-2700  
Fax: (973) 467-8126  
DStolz@genovaburns.com  
GKinoian@genovaburns.com

**GLENN AGRE BERGMAN & FUENTES LLP**

Andrew K. Glenn, Esq. (admitted pro hac vice)  
Kurt A. Mayr, Esq. (admitted pro hac vice)  
Shai Schmidt, Esq. (admitted pro hac vice)  
Agustina G. Berro, Esq. (admitted pro hac vice)  
Naznen Rahman, Esq. (admitted pro hac vice)  
1185 Avenue of the Americas, 22nd Floor  
New York, New York 10036  
Telephone: (212) 970-1600  
aglenn@glennagre.com  
kmayr@glennagre.com  
sschmidt@glennagre.com  
aberro@glennagre.com  
nrahman@glennagre.com

*Counsel to the Ad Hoc Bondholder Group*

In re:

**BED BATH & BEYOND INC., et al.,**  
Debtors.<sup>1</sup>

Chapter: 11  
Case No.: 23-13359 (VFP)

Judge: Hon. Vincent F. Papalia  
U.S. Bankruptcy Judge

**ORDER GRANTING MOTION OF THE AD HOC BONDHOLDER GROUP,  
PURSUANT TO 11 U.S.C. § 105(a), FED. R. CIV. P. 60(b), AND FED. R. BANKR. P.  
4001(c) AND 9024, (A) VACATING THE INTERIM AND FINAL ORDERS, AMONG  
OTHER THINGS, AUTHORIZING THE DEBTORS TO OBTAIN POSTPETITION  
FINANCING, AND (B) FOR OTHER RELATED RELIEF**

---

<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.'s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor's tax identification number may be obtained on the website of the Debtors' claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.'s principal place of business and the Debtors' service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

Debtors: BED BATH & BEYOND, INC., et al.  
Case No. 23-13359 (VFP)  
Caption of Order: ORDER GRANTING MOTION OF THE AD HOC GROUP  
BONDHOLDER GROUP, PURSUANT TO 11 U.S.C. § 105(a), FED. R.  
CIV. P. 60(b), AND FED. R. BANKR. P. 4001(c) AND 9024, (A)  
VACATING THE INTERIM AND FINAL ORDERS, AMONG OTHER  
THINGS, AUTHORIZING THE DEBTORS TO OBTAIN  
POSTPETITION FINANCING, AND (B) FOR OTHER RELATED  
RELIEF

---

The relief set forth on the following pages is hereby **ORDERED**.

Debtors: BED BATH & BEYOND, INC., et al.  
Case No. 23-13359 (VFP)  
Caption of Order: ORDER GRANTING MOTION OF THE AD HOC GROUP  
BONDHOLDER GROUP, PURSUANT TO 11 U.S.C. § 105(a), FED. R.  
CIV. P. 60(b), AND FED. R. BANKR. P. 4001(c) AND 9024, (A)  
VACATING THE INTERIM AND FINAL ORDERS, AMONG OTHER  
THINGS, AUTHORIZING THE DEBTORS TO OBTAIN  
POSTPETITION FINANCING, AND (B) FOR OTHER RELATED  
RELIEF

---

**THIS MATTER** having been brought before the Court on motion of the Ad Hoc Bondholder Group,<sup>2</sup> by and through its counsel, pursuant to 11 U.S.C. § 105(a), Fed. R. Civ. P. 60(b), and Fed. R. Bankr. P. 4001(c) and 9024 (the “Motion for Reconsideration”), for entry of an order, (A) reconsidering and vacating (1) the *Interim Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 76] (the “Interim DIP Order”) and (2) the *Final Order (I) Authorizing the Debtors to (A) Obtain Postpetition Financing and (B) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Granting Adequate Protection, (IV) Modifying the Automatic Stay, (V) Scheduling a Final Hearing, and (VI) Granting Related Relief* [Dkt. No. 729] (the “Final DIP Order”) and, together with the Interim DIP Order, collectively, the “DIP Orders”), and (B) granting the Ad Hoc Bondholder Group such other and further relief as the Court believes is just and proper; and the Court being satisfied that good and sufficient notice of the Motion for

---

<sup>2</sup> The Ad Hoc Bondholder Group consists of an ad hoc group of certain holders of the 3.479% Senior Notes due 2024 (the “2024 3.749% Notes”), the 4.915% Senior Notes due 2034 (the “2034 4.915% Notes”) and the 5.165% Senior Notes due 2044 (the “2044 5.165% Notes”) and, together with the 2024 3.749% Notes and the 2034 4.915% Notes, the “Senior Unsecured Notes”), each issued by Bed Bath & Beyond, Inc. on July 17, 2014 (collectively, the “Ad Hoc Bondholder Group”).

Debtors: BED BATH & BEYOND, INC., et al.  
Case No. 23-13359 (VFP)  
Caption of Order: ORDER GRANTING MOTION OF THE AD HOC GROUP  
BONDHOLDER GROUP, PURSUANT TO 11 U.S.C. § 105(a), FED. R.  
CIV. P. 60(b), AND FED. R. BANKR. P. 4001(c) AND 9024, (A)  
VACATING THE INTERIM AND FINAL ORDERS, AMONG OTHER  
THINGS, AUTHORIZING THE DEBTORS TO OBTAIN  
POSTPETITION FINANCING, AND (B) FOR OTHER RELATED  
RELIEF

---

Reconsideration was provided; and after having considered the objections to the relief requested in the Motion for Reconsideration, and after having held a hearing on the Motion for Reconsideration at which appearances of parties in interest were properly noted on the record, which record is incorporated herein by reference; and the Court having determined that good and sufficient cause exists to grant the Motion for Reconsideration;

**IT IS HEREBY ORDERED**, effective as of the date set forth above, as follows:

1. The Motion for Reconsideration is hereby GRANTED.
2. The Interim DIP Order and the Final DIP Order shall be, and hereby are deemed to be, vacated immediately.